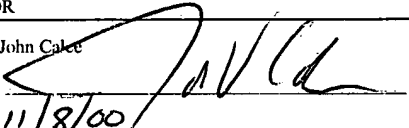
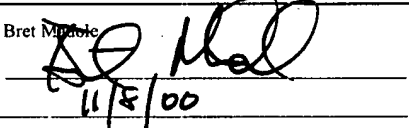
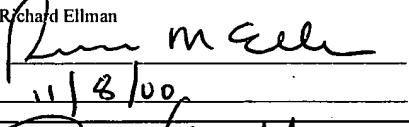
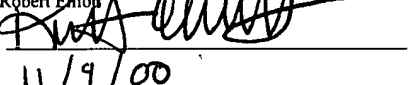


ATTORNEY DOCKET NO.
VIZR.10001NP

APPLICATION FOR UNITED STATES PATENT
DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I declare that my residence, post office address, and citizenship are as stated below next to my name; that I verily believe that I am the original, first and sole inventor if only one name is listed below, or an original, first and joint inventor if plural inventors are named below, of the subject matter which is claimed and for which a patent is sought on the invention entitled as set forth below, which is described in the attached specification; that I have reviewed and understand the contents of the specification, including the claims, as amended by any amendment specifically referred to in the oath or declaration; that no application for patent or inventor's certificate on this invention has been filed by me or my legal representatives or assigns in any country foreign to the United States of America; and that I acknowledge my duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, section 1.56;

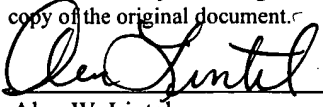
I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true, and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

| | | |
|--|--|---|
| TITLE OF INVENTION: Employee Investment System | | |
| POWER OF ATTORNEY: I HEREBY APPOINT THE FOLLOWING ATTORNEYS TO PROSECUTE THIS APPLICATION AND TRANSACT ALL BUSINESS IN THE PATENT AND TRADEMARK OFFICE CONNECTED THEREWITH Rodney M. Anderson, Reg. No. 31,939, Stephen L. Levine, Reg. No. 33,413, Alan W. Lintel, Reg. No. 32,478 | | |
| SEND CORRESPONDENCE TO: Alan W. Lintel 12160 Abrams Rd. Suite 111 Dallas, Texas 75243-4523 (972) 664-9595 | | DIRECT TELEPHONE CALLS TO: Alan W. Lintel Phone Number: (972) 664-9595 Fax Number: |
| INVENTOR | RESIDENCE & POST OFFICE ADDRESS | CITIZENSHIP |
| NAME: John Calee Signature:  Date: 11/8/00 | 3524 Fairmount St. Dallas, Texas 75219 US | US |
| NAME: Bret M. Mable Signature:  Date: 11/8/00 | 5805 Dove Creek Lane Plano, Texas 75093 US | US |
| NAME: Richard Ellman Signature:  Date: 11/8/00 | 4213C Wycliff Ave. Dallas, Texas 75219 US | US |
| NAME: Robert Elliott Signature:  Date: 11/9/00 | 4831 N. Meadow Ridge Circle McKinney, Texas 75070 US | US |

RECORDATION FORM COVER SHEET

PATENTS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached documents or copy thereof.

| | |
|---|--|
| <p>1. Name(s) of conveying party(ies):</p> <p>John Calce Bret Madole Richard Ellman</p> <p>Additional names(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party:</p> <p>Vizor Group, Inc. 400 N. St. Paul Ste. 820 Dallas, Texas 75201</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>3. Nature of conveyance:</p> <p> <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other </p> <p>Execution Date: 11/8/00</p> | <p>4. Application number(s) or patent number(s):</p> <p>If the document is being filed together with a new application, the execution date of the application is: 11/8/00</p> <p style="text-align: center;">A. Patent Application No.(s) B. Patent No.(s)</p> <p style="text-align: center;">Additional Numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>5. Names and address of party to whom correspondence concerning document should be mailed:</p> <p>Alan W. Lintel 12160 Abrams Rd. Suite 111 Dallas, Texas 75243-4523 (972) 664-9595</p> | <p>6. Total number of applications and patents involved: [1]</p> <p>7. Total Fee (37 C.F.R. 3.41) \$ <u>40.00</u></p> <p> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Deficiency authorized to be charged to deposit account. </p> <p>8. Deposit account number: 01-1615</p> <p><i>(Attach duplicate copy of the this page if paying by deposit account.)</i></p> |
| <p>9. Statement and signature:</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</p> <p style="text-align: center;">  Alan W. Lintel </p> <p style="text-align: right;">Date: November 11, 2000</p> <p>Total number of pages including cover sheet, attachments and document: [2]</p> | |

 JC542 U.S. PTO
 09/11/1577

11/13/00

ASSIGNMENT

WHEREAS, I, the undersigned inventor (or one of the undersigned joint inventors), of residence as listed, having invented certain new and useful improvements as below entitled ("the invention"), for which application for United States Letters Patent is made, the application having been executed on the date set forth below; and

WHEREAS, Vizor Group, Inc., a corporation organized and existing under the laws of the State of Delaware, with its principal office at 400 N. St. Paul, Ste. 820, Dallas, Texas 75201 is desirous of acquiring my entire right, title, and interest in and to the invention, and to the application and any Patent that may issue thereon;

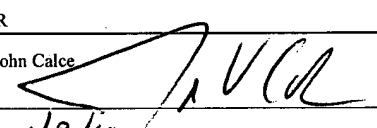
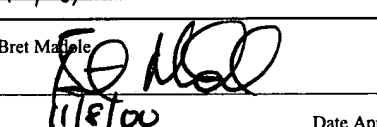

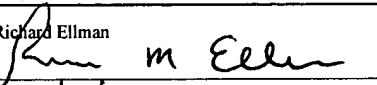
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, I hereby sell, transfer, and assign to Vizor Group, Inc., its successors and assigns, my entire right, title and interest in and to the invention and in to the application and all patents which may be granted therefor, and all divisions, reissues, substitutions, continuations, and extensions thereof; and I hereby authorize and request the Commissioner of Patents and Trademarks to issue all patents for the invention, or patent resulting therefrom, insofar as my interest is concerned, to Vizor Group, Inc., as assignee of my entire right, title and, interest.

I also hereby sell and assign to Vizor Group, Inc., its successors and assigns, my foreign rights to the invention, in all countries of the world, including but not limited to the right to file applications and obtain patents under the terms of the International Convention for the Protection of Industrial Property, and of the European Patent Convention, and I further agree to execute any and all patent applications, assignments, affidavits, and any other papers in connection therewith necessary to obtain and perfect such patent rights.

I hereby further agree that I will communicate to Vizor Group, Inc., or to its successors, assigns, and legal representatives, any facts known to me respecting the invention, and at the expense of Vizor Group, Inc., will testify in any legal proceedings, sign all lawful papers, execute all divisional, continuation, reissue, and substitute applications, make all lawful oaths, and generally do everything possible to aid Vizor Group, Inc., its successors, assigns and nominees to obtain and enforce proper patent protection for the invention in all countries.

I further agree that I have full right to convey all interests that I have herein assigned, and further that I have not executed, and will not execute, any agreement in conflict with this Assignment document.

IN WITNESS WHEREOF, I hereunto set hand and seal this day and year;

| TITLE OF INVENTION | Employee Investment System | |
|---|--|--|
| INVENTOR | RESIDENCE & POST OFFICE ADDRESS | |
| NAME: John Calce Signature:  Date: 11/8/00 Date Application Executed 11/8/00 | 3524 Fairmount St. Dallas, Texas 75219 US | |
| NAME: Bret Madole Signature:  Date: 11/8/00 Date Application Executed 11/8/00  | 5805 Dove Creek Lane Plano, Texas 75093 US | |
| NAME: Richard Ellman Signature:  Date: 11/8/00 Date Application Executed 11/8/00 | 4213C Wycliff Ave. Dallas, Texas 75219 US | |
| NAME: Robert Elliot Signature: _____ Date: _____ Date Application Executed _____ | 4831 N. Meadow Ridge Circle McKinney, Texas 75070 US | |

After recording returning Assignment to:

Alan W. Lintel
12160 Abrams Rd.
Suite 111
Dallas, Texas 75243-4523
(972) 664-9595